

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

This Document Relates to:

IN RE ELECTRONIC BOOKS ANTITRUST  
LITIGATION

No. 11-md-02293 (DLC)  
ECF Case

CLASS ACTION

THE STATE OF TEXAS, et al.,  
Plaintiffs,

Civil Action  
No. 12-cv-03394

v.

PENGUIN GROUP (USA) INC., et al.,  
Defendants

**PLAINTIFFS' MOTION FOR FINAL APPROVAL OF  
MACMILLAN AND PENGUIN SETTLEMENTS AND DISTRIBUTION PLAN**

PLEASE TAKE NOTICE that upon the filing of this Motion and the accompanying Memorandum of Law in Support thereof (and all exhibits submitted therewith), Plaintiffs will move this Court before the Honorable Denise Cote, at the United States Courthouse located at 500 Pearl Street, New York, New York 10007, for an order:

- 1) Finding that Plaintiffs' Settlement Agreements with Defendants Macmillan and Penguin, and Plaintiffs' Distribution Plan, are fair, adequate and reasonable in accordance with 15 U.S.C §§ 15 and 15c, Fed. R. Civ. Proc. 23 and due process;
- 2) Finding that notice of the Settlement Agreements was provided by Plaintiffs in compliance with Fed. R. Civ. Proc. 23, due process and all previous Court orders;

- 3) Granting final approval of the Settlement Agreements and Distribution Plan; and directing Plaintiffs' Counsel to distribute consumer funds in accordance with said Distribution Plan;
- 4) Certifying Settlement Class for the purposes of these Settlements;
- 5) Granting final approval for the distribution to Plaintiff States of the payments made pursuant to Section IV.C of the Settlement Agreements;
- 6) Awarding Class Plaintiffs service awards; and
- 7) Approving the Proposed Order and Stipulated Injunctions, attached to Plaintiffs' Memorandum of Law in Support of Final Approval of Settlements and Distribution Plan.

Plaintiff States (by and through the Liaison States of Texas, Connecticut and Ohio) seek these orders pursuant to the Clayton Act, 15 U.S.C. §15c (authorizing the State Attorneys General to bring a civil antitrust action for damages, as *parens patriae* on behalf of natural persons residing in such States, and requiring court approval of compromise of such claims) and 15 U.S.C. §26 (authorizing persons, including State Attorneys General, to bring a civil antitrust action for injunctive relief).

Settlement Class (by and through lead counsel for Settlement Class) seek these orders pursuant to 15 U.S.C. 25 (authorizing persons to bring a civil antitrust action for damages) and Fed. R. Civ. Proc. 23 (authorizing class actions to be brought and settled upon court approval).

DATED: November 21, 2013

Respectfully submitted,

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### **CERTIFICATE OF SERVICE**

I hereby certify that on November 21, 2013 I electronically filed the foregoing document using the CM/ECF system which will send notification of such filing to the e-mail addresses registered in the CM/ECF system, as denoted on the Electronic Mail Notice List.

  
REBECCA FISHER